

B 210A (Form 210A) (12/09)

# UNITED STATES BANKRUPTCY COURT

SOUTHERN DISTRICT OF NEW YORK

In re Lehman Brothers Holdings Inc., et al., Debtors.

Case No. 08-13555 (JMP)  
(Jointly Administered)

## TRANSFER OF CLAIM OTHER THAN FOR SECURITY

A CLAIM HAS BEEN FILED IN THIS CASE or deemed filed under 11 U.S.C. § 1111(a). Transferee hereby gives evidence and notice pursuant to Rule 3001(e)(2), Fed. R. Bankr. P., of the transfer, other than for security, of the claim referenced in this evidence and notice.

Goldman Sachs Lending Partners LLC  
Name of Transferee

CC Arbitrage, Ltd.  
Name of Transferor

Name and Address where notices to transferee should be sent:

Goldman Sachs Lending Partners LLC  
c/o Goldman, Sachs & Co.  
30 Hudson Street, 36th Floor  
Jersey City, NJ 07302  
Attn: Lauren Day  
Email: [gsd.link@gs.com](mailto:gsd.link@gs.com)

Court Claim # (if known): 10223  
Amount of Claim: \$2,781,550.00  
Date Claim Filed: 9/3/09  
Debtor: Lehman Brothers Special Financing Inc.

With a copy to:  
Richards Kibbe & Orbe LLP  
Attn: Managing Clerk  
One World Financial Center  
New York, NY 10281

Phone: (212)934-3921  
Last Four Digits of Acct #: \_\_\_\_\_

Phone: \_\_\_\_\_  
Last Four Digits of Acct. #: \_\_\_\_\_

Name and Address where transferee payments should be sent (if different from above):

Phone: \_\_\_\_\_  
Last Four Digits of Acct #: \_\_\_\_\_

I declare under penalty of perjury that the information provided in this notice is true and correct to the best of my knowledge and belief.

By: 

\_\_\_\_\_  
Name of Transferee/Transferee's Agent

Date: 6/15/10

*Penalty for making a false statement:* Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 Y.S.C. §§ 152 & 3571.

**EXHIBIT A TO  
ASSIGNMENT OF CLAIM**

**EVIDENCE OF TRANSFER OF CLAIM**

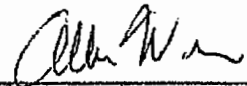
**TO: THE DEBTOR AND THE BANKRUPTCY COURT:**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **CC Arbitrage, Ltd.** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Goldman Sachs Lending Partners LLC** ("Assignee"), all of Assignor's right, title, interest, claims and causes of action in and to, or arising under or in connection with, those certain claims in the aggregate amount of **\$2,781,550.00** (the "Assigned Claims"), against **Lehman Brothers Special Financing Inc.** (the "Debtor"), the debtor-in-possession in Case No. 08-13888 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the Assigned Claims, particularly Proof of Claim No. 10223 (the "Proof of Claim")

Assignor hereby waives any objection to the transfer of the Assigned Claims to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claims, including the Proof of Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claims, including the Proof of Claim for all purposes, including, without limitation, voting and distribution purposes. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claims, including the Proof of Claim, and all payments or distributions of money or property in respect of Assigned Claims, including the Proof of Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on June 8<sup>th</sup>, 2010.

**CC Arbitrage, Ltd.**

By:   
Name: Allan Weiner  
Title: Castle Creek Arbitrage, LLC  
Managing Member

**Goldman Sachs Lending Partners LLC**

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: \_\_\_\_\_

**EXHIBIT A TO  
ASSIGNMENT OF CLAIM**

**EVIDENCE OF TRANSFER OF CLAIM**

**TO: THE DEBTOR AND THE BANKRUPTCY COURT:**

For value received, the adequacy and sufficiency of which are hereby acknowledged, **CC Arbitrage, Ltd.** ("Assignor") hereby unconditionally and irrevocably sells, transfers and assigns to **Goldman Sachs Lending Partners LLC** ("Assignee"), all of Assignor's right, title, interest, claims and causes of action in and to, or arising under or in connection with, those certain claims in the aggregate amount of **\$2,781,550.00** (the "Assigned Claims"), against **Lehman Brothers Special Financing Inc.** (the "Debtor"), the debtor-in-possession in Case No. 08-13888 (the "Case") under Chapter 11 of the Bankruptcy Code (11 U.S.C. § 101 et. seq.) (the "Bankruptcy Code") in the United States Bankruptcy Court for the Southern District of New York (the "Bankruptcy Court"), and any and all proofs of claim filed by Assignor with the Bankruptcy Court in respect of the Assigned Claims, particularly Proof of Claim No. **10223** (the "Proof of Claim")

Assignor hereby waives any objection to the transfer of the Assigned Claims to Assignee on the books and records of the Debtor and the Bankruptcy Court, and hereby waives to the fullest extent permitted by law any notice or right to a hearing as may be imposed by Rule 3001 of the Federal Rules of Bankruptcy Procedure, the Bankruptcy Code, applicable local bankruptcy rules or applicable law. Assignor acknowledges and understands, and hereby stipulates, that an order of the Bankruptcy Court may be entered without further notice to Assignor transferring to Assignee the Assigned Claims, including the Proof of Claim and recognizing the Assignee as the sole owner and holder of the Assigned Claims, including the Proof of Claim for all purposes, including, without limitation, voting and distribution purposes. Assignor further directs the Debtor, the Bankruptcy Court and all other interested parties that all further notices relating to the Assigned Claims, including the Proof of Claim, and all payments or distributions of money or property in respect of Assigned Claims, including the Proof of Claim, shall be delivered or made to the Assignee.

IN WITNESS WHEREOF, this Evidence of Transfer of Claim is executed on June 4, 2010.

**CC Arbitrage, Ltd.**

**Goldman Sachs Lending Partners LLC**

By: \_\_\_\_\_  
Name \_\_\_\_\_  
Title: \_\_\_\_\_

By: \_\_\_\_\_  
Name: \_\_\_\_\_  
Title: Nancy Y. Kwok  
**Authorized Signatory**